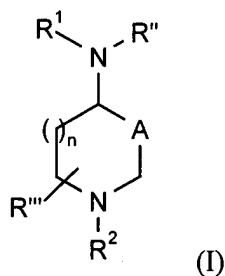


**In the claims:**

Please cancel claims 12 and 14.

Please amend the following claim:

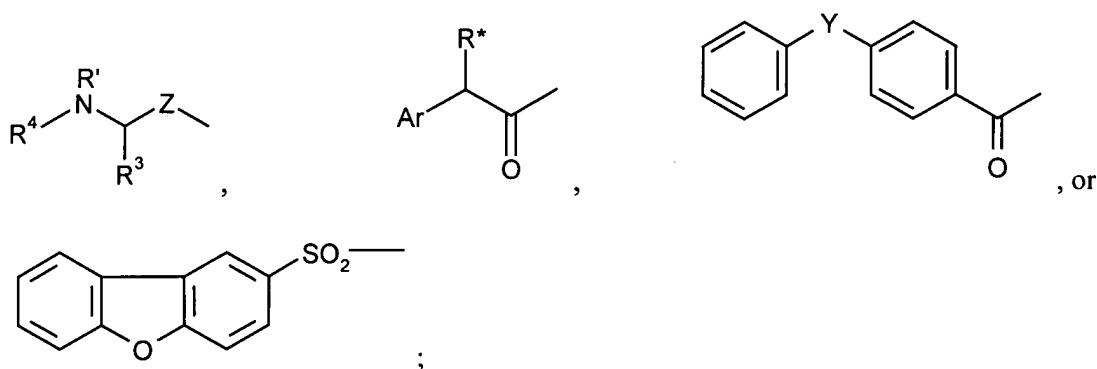
1. (Twice Amended) A compound according to formula (I):



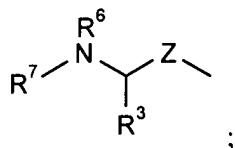
wherein:

A is C(O) or CH(OH);

R¹ is



R² is H, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, Het-C<sub>0-6</sub>alkyl, R<sup>5</sup>C(O)-, R<sup>5</sup>C(S)-, R<sup>5</sup>SO<sub>2</sub>-, R<sup>5</sup>OC(O)-, R<sup>5</sup>R'NC(O)-, R<sup>5</sup>R'NC(S)-, adamantyl-C(O)-, or



R³ is H, C<sub>1-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, or Het-C<sub>0-6</sub>alkyl;

R⁴ is H, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, or Het-C<sub>0-6</sub>alkyl;

each R⁵ independently is H, C<sub>2-6</sub>alkenyl, C<sub>2-6</sub>alkynyl, Het, Ar or C<sub>1-6</sub>alkyl optionally substituted by OR', SR', NR'<sub>2</sub>, R'NC(O)OR<sup>5</sup>, CO<sub>2</sub>R', CO<sub>2</sub>NR'<sub>2</sub>, N(C=NH)NH<sub>2</sub>, Het or Ar;

R<sup>4</sup> is H, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, Het-C<sub>0-6</sub>alkyl, R<sup>5</sup>C(O)-, R<sup>5</sup>C(S)-, R<sup>5</sup>SO<sub>2</sub>-, R<sup>5</sup>OC(O)-, R<sup>5</sup>R'NC(O)-, R<sup>5</sup>R'NC(S)-, R'HNCH(R')C(O)-, or R<sup>5</sup>OC(O)NR'CH(R')C(O)-;

each R<sup>5</sup> independently is C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, Het-C<sub>0-6</sub>alkyl, Ar-C<sub>0-6</sub>alkoxy, Het-C<sub>0-6</sub>alkoxy, or C<sub>1-6</sub>alkyl;

R<sup>6</sup> is H, C<sub>1-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, or Het-C<sub>0-6</sub>alkyl and R<sup>7</sup> is H, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, Het-C<sub>0-6</sub>alkyl, R<sup>5</sup>C(O)-, R<sup>5</sup>C(S)-, R<sup>5</sup>SO<sub>2</sub>-, R<sup>5</sup>OC(O)-, R<sup>5</sup>R'NC(O)-, R<sup>5</sup>R'NC(S)-, R'HNCH(R')C(O)-, or R<sup>5</sup>OC(O)NR'CH(R')C(O)-; or R<sup>6</sup> and R<sup>7</sup> are connected to form a pyrrolidine, a piperidine, or a morpholine ring;

each R' independently is H, C<sub>1-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, or Het-C<sub>0-6</sub>alkyl;

R\* is H, C<sub>1-6</sub>alkyl, C<sub>3-6</sub>cycloalkyl-C<sub>0-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, or Het-C<sub>0-6</sub>alkyl;

Y is a single bond or O;

each Z independently is CO or CH<sub>2</sub>; and

n is 0, 1, or 2

each Ar is independently unsubstituted phenyl or naphthyl; or phenyl or naphthyl substituted by one or more of Ph-C<sub>0-6</sub>alkyl, Het-C<sub>0-6</sub>alkyl, C<sub>1-6</sub>alkoxy, Ph-C<sub>0-6</sub>alkoxy, Het-C<sub>0-6</sub>alkoxy, OH, (CH<sub>2</sub>)<sub>1-6</sub>NR'R', O(CH<sub>2</sub>)<sub>1-6</sub>NR'R'; wherein each R' independently is H, C<sub>1-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, or Het-C<sub>0-6</sub>alkyl; or phenyl or naphthyl substituted by one to three moieties selected from C<sub>1-4</sub>alkyl, OR', N(R')<sub>2</sub>, SR', CF<sub>3</sub>, NO<sub>2</sub>, CN, CO<sub>2</sub>R', CON(R'), F, Cl, Br and I, or substituted by a methylenedioxy group;

each Het is independently a stable 5- to 7-membered monocyclic or a stable 7- to 10-membered bicyclic heterocyclic ring, which is either saturated or unsaturated, and which consists of carbon atoms and from one to four heteroatoms selected from the group consisting of N, O and S, and wherein the nitrogen and sulfur heteroatoms may optionally be oxidized, and the nitrogen heteroatom may optionally be quaternized, and including any bicyclic group in which any of the above-defined heterocyclic rings is fused to a benzene ring, and is may optionally be substituted with one or two moieties selected from C<sub>1-4</sub>alkyl, OR', N(R')<sub>2</sub>, SR', CF<sub>3</sub>, NO<sub>2</sub>, CN, CO<sub>2</sub>R', CON(R'), F, Cl, Br and I, wherein each R' independently is H, C<sub>1-6</sub>alkyl, Ar-C<sub>0-6</sub>alkyl, or Het-C<sub>0-6</sub>alkyl;

or a pharmaceutically acceptable salt thereof.

### REMARKS

Claims 1-25 and 34 are pending in this application and these claims are rejected. In response, Applicants have amended claim 1 and canceled claims 12 and 14. Attached hereto is a marked-up version of the changes made to the claims by the current amendment. The attached page is captioned: "**Version with markings to show changes made.**" Applicants' response to the Examiner's rejection is as follows.